

**UNITED STATES DISTRICT COURT
DISTRICT OF UTAH, CENTRAL DIVISION**

HOMIE TECHNOLOGY, INC., a Delaware corporation,

Plaintiff,

v.

NATIONAL ASSOCIATION OF REALTORS, an Illinois non-profit association; ANYWHERE REAL ESTATE INC., a Delaware corporation; KELLER WILLIAMS REALTY, INC., a Texas corporation; HOMESERVICES OF AMERICA, INC., a Delaware corporation; HSF AFFILIATES, LLC, a Delaware limited liability company; RE/MAX LLC, a Delaware limited liability company; and WASATCH FRONT REGIONAL MULTIPLE LISTING SERVICE, INC., a Utah corporation,

Defendants.

Case No. 2:24-cv-00616

DECLARATION OF AMY LESSINGER

1. I, Amy Lessinger, am over the age of eighteen, competent to provide the testimony herein, and make this sworn declaration based upon my personal knowledge. If called to testify, I could and would testify to the following facts.

2. I am currently employed as the President for RE/MAX, LLC ("RML"). I am authorized by RML to submit this sworn declaration in support of its motion to dismiss the above-captioned matter for lack of personal jurisdiction.

3. In the regular performance of my job duties, I am familiar with and have personal knowledge regarding the operations of RML.

4. RML's principal place of business is located at 5075 S. Syracuse Street, Denver, Colorado 80237.

5. RML is a Delaware limited liability company that has at all times maintained its headquarters and principal place of business in Denver, Colorado.

6. RML's business involves selling franchise opportunities and gathering fees for the limited use of the RE/MAX brand and trademarks.

7. RML is one of the world's leading franchisors in the real estate industry, franchising real estate brokerages under the RE/MAX® brand, either directly or through independent sub-franchisors, in over 110 countries and territories worldwide.

8. Like many other global franchising operations with independent franchisees, RML contracts with independently owned and operated franchisees who are granted a limited license to use certain RE/MAX trademarks and service marks within brand guidelines, including in conjunction with their own trade name.

9. All RML's franchisees throughout the United States enter into their own franchise agreement and are a separate and distinct business from RML. Those businesses are independently owned and operated, retain their own employees and independent contractors (real estate salespersons), make their own choices on marketing, and are solely responsible for the day-to-day supervision and control of their business.

10. Each independently owned and operated franchisee has its own corporate structure and operates under a trade name that includes the RE/MAX mark (for example, RE/MAX Professionals or RE/MAX Alliance). Further, each franchisee in Utah is regulated and licensed to operate as a real estate brokerage by the Utah Commerce Division of Real Estate.

11. RML is not a real estate broker and does not engage in real estate brokerage activity or employ, direct, or control any of the approximately 50,000 real estate salespersons in the United States affiliated with a franchisee's business, generally as independent contractors of an independently owned and operated franchise.

12. There are various franchisees operating in Utah under franchise agreements with RML giving those franchisees a limited license to associate the RE/MAX brand name in conjunction with their own company's name. However, RML does not control or operate the independent businesses of those franchisees.

13. The franchise agreements between RML and its franchisees further provide that no agency relationship exists between RML and its franchisees.

14. RE/MAX brand franchisees are not subsidiaries of RML or any of its affiliated corporate entities. Instead, each is an independently owned and operated business typically formed under state laws where the franchisee is located.

15. Employees of the franchisees and sales associates affiliated with the franchisees, i.e., individuals who possess a state real estate license and who are registered with the franchisee brokerage, are not the employees or agents of RML or subject to RML's control or right of control.

16. RML's franchise agreements provide that RML has no control or contractual relationship with (i) any employees or (ii) any Sales Associates affiliated with the franchisee.

17. No common ownership exists between RML and its franchisees. As stated above, franchisees are independently owned and operated, and responsible for their own day-to-day operations.

18. RML does not have any offices or other presence in Utah.

19. RML is not licensed as a real estate brokerage and does not represent either sellers or buyers in real estate transactions.

20. RML is not a member of the National Association of REALTORS® (“NAR”).

21. RML is not a member of any MLS.

22. RML is not a member of any local REALTOR® association.

23. The Complaint alleges that Scott Wendl, the owner of RE/MAX Precision is a 2024 NAR Regional Vice President. Dkt. No. 1 ¶ 112(e). Mr. Wendl is not, and has never been, a RML employee, but rather Mr. Wendl is an owner of an independently owned and operated RE/MAX brand franchise located in Iowa.

24. The Complaint alleges that Kevin Sigstad, of RE/MAX Premier Properties was a 2023 NAR Regional Vice President. Dkt. No. 1 ¶ 112(i). Mr. Sigstad is not, and has never been, a RML employee, but rather Mr. Sigstad is an owner of an independently owned and operated RE/MAX brand franchise located in Nevada.

25. The Complaint alleges that Bart Miller, with RE/MAX Results was a 2022 NAR Regional Vice President. Dkt. No. 1 ¶ 112(k). Mr. Miller is not, and has never been, a RML employee, but rather Mr. Miller is a sales associate affiliated with an independently owned and operated RE/MAX brand franchise located in South Dakota.

26. The Complaint alleges that Tiffanie Mai-Ganske, with RE/MAX Country Real Estate was a 2021 NAR Regional Vice President. Dkt. No. 1 ¶ 112(l). Ms. Mai-Ganske is not, and has never been, a RML employee, but rather Ms. Mai-Ganske is a sales associate affiliated with an independently owned and operated RE/MAX brand franchise located in Idaho.

27. The Complaint alleges that Scott Matthias, with RE/MAX Professionals Inc. was a 2021 NAR Regional Vice President. Dkt. No. 1 ¶ 112(m). Mr. Matthias is not, and has never been,

a RML employee, but rather Mr. Matthias was a sales associate formerly affiliated with an independently owned and operated RE/MAX brand franchise located in Colorado.

28. The Complaint alleges that Betty McTamney, with RE/MAX 440 was a 2016 NAR Regional Vice President. Dkt. No. 1 ¶ 112(u). Ms. McTamney is not, and has never been, a RML employee, but rather Ms. McTamney is a manager associated with an independently owned and operated RE/MAX brand franchise located in Pennsylvania.

29. The Complaint alleges that Faye Nelson, with RE/MAX Professionals was a 2016 NAR Regional Vice President. Dkt. No. 1 ¶ 112(w). Ms. Nelson is not, and has never been, a RML employee, but rather Ms. Nelson was a sales associate formerly with an independently owned and operated RE/MAX brand franchise located in Washington.

30. The Complaint alleges that Elizabeth Mendenhall, the CEO of RE/MAX Boone Realty in Columbia, Missouri was NAR's 2019 Immediate Past President and NAR's 2018 president. Dkt. No. 1 ¶ 112(l). Ms. Mendenhall is not, and has never been, a RML employee, but rather Ms. Mendenhall is an owner of an independently owned and operated RE/MAX brand franchise located in Missouri.

31. The Complaint alleges that Larry Keating, the broker owner of RE/MAX Jefferson City, was an Association Leadership 2018 NAR committee liaison. Dkt. No. 1 ¶ 112(m). Mr. Keating is not, and has never been, a RML employee, but rather Mr. Keating is an owner of an independently owned and operated RE/MAX brand franchise located in Missouri.

32. The Complaint alleges that Ron Snow, a broker owner at RE/MAX Associates is a representative on WFRMLS Executive Committee. Dkt. No. 1 ¶ 118(c). Mr. Snow is not, and has never been, a RML employee, but rather Mr. Snow is an owner of an independently owned and operated RE/MAX brand franchise located in Utah.

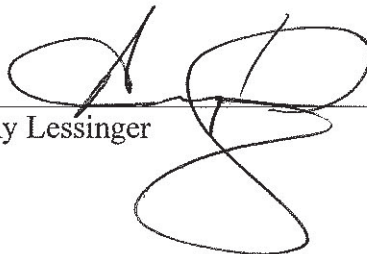
33. The Complaint alleges that Daniel Dixon, an area branch manager at RE/MAX Associates Pleasant Grove serves on the Board of Directors of the Utah Central Association of REALTORS. Dkt. No. 1 ¶ 121(a). Mr. Dixon is not, and has never been, a RML employee, but rather Mr. Dixon is a manager of an independently owned and operated RE/MAX brand franchise located in Utah.

34. The Complaint alleges that Garth Frandsen, a real estate agent at RE/MAX Bridge Realty, serves on the Board of Directors of the Utah Central Association of REALTORS. Dkt. No. 1 ¶ 121(f). Mr. Frandsen is not, and has never been, a RML employee, but rather Mr. Frandsen is a sales associate affiliated with an independently owned and operated RE/MAX brand franchise located in Utah.

35. The Complaint alleges that Devi Cooper, a real estate agent at RE/MAX Associates, serves on the Board of Directors of the Northern Wasatch Association of REALTORS. Dkt. No. 1 ¶ 122(c). Ms. Cooper is not, and has never been, a RML employee, but rather Ms. Cooper is a sales associate affiliated with an independently owned and operated RE/MAX brand franchise located in Utah.

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct.

Executed this 17 day of October 2024 in Denver, Colorado.



Amy Lessinger